

(g) Exemptions. Upon written application or upon its own motion, the Commission may by order exempt, upon specified terms and conditions or for stated periods, any person or class of persons or any transaction or class of transactions from the provisions of this rule to the extent that such exemption is consistent with the purposes of the Securities Exchange Act.

PART 249 -- FORMS, SECURITIES EXCHANGE ACT OF 1934

3. The authority citation for Part 249 continues to read in part as follows:

Authority: 15 U.S.C. 78a, et seq. and 7201 et seq.; and 18 U.S.C. 1350, unless otherwise noted.

* * * * *

4. Add § 249.327 to read as follows:

§ 249.327 Form 13H Information required on large traders pursuant to Section 13(h) of the Securities Exchange Act of 1934 and rules thereunder.

This form shall be used by persons that are large traders required to furnish identifying information to the Commission pursuant to Section 13(h)(1) of the Securities Exchange Act of 1934 [15 U.S.C. § 78m(h)(1)] and Rule 13h-1(b) thereunder [§ 240.13h-1(b) of this chapter].

Note: The text of Form 13H does not, and this amendment will not, appear in the Code of Federal Regulations.

United States Securities and Exchange Commission
Washington, DC 20549
FORM 13H

Information Required Regarding Large Traders Pursuant To Section 13(h) of the Securities Exchange Act of 1934 and Rules Thereunder

[] INITIAL FILING: Date identifying transactions first effected (mm/dd/yyyy)_____

[] ANNUAL FILING: Calendar year ending _____
Items and schedules being updated _____

[] INTERIM FILING: Items and schedules being corrected _____

Effective date of each correction _____

[] INACTIVE STATUS: Date commencing inactive status (mm/dd/yyyy) _____

[] TERMINATION FILING: Effective date (mm/dd/yyyy) _____

[] REACTIVATED STATUS: Date identifying transactions first effected, post-inactive status
(mm/dd/yyyy) _____

Name of Large Trader

LTID Taxpayer Identification Number

Business Address (Street, City, State, Zip)

Telephone No. () - Facsimile No. () - Email _____

The Form, schedules, and continuation sheets must be submitted by a natural person who either is the large trader or is a person authorized by the large trader to make this submission. If this authorized person is anyone other than the large trader named above, complete the item immediately below:

Name and Title of Authorized Person (Last, First, Middle Initial)

Relationship to Large Trader

Business Address (Street, City, State, Zip)

Telephone No. () - Facsimile No. () - Email _____

ATTENTION

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Intentional misstatements or omissions of facts may result in civil fines and other sanctions pursuant to the Securities Exchange Act of 1934.

The authorized person signing this form represents that all information contained in the form, schedules, and continuation sheets is true, correct, and complete. It is understood that all information whether contained in the form, schedules, or continuation sheets, is considered an integral part of this form and that any amendment represents that all unamended information remains true, correct, and complete.

Pursuant to the Securities Exchange Act of 1934, the undersigned has caused this form to be signed on its behalf in the city of _____ and the State of _____ on the _____ day of _____, 2____.

Signature of Person Authorized to Submit this Form

FORM 13H
INFORMATION REQUIRED OF ALL LARGE TRADERS

ITEM 1. BUSINESSES OF THE LARGE TRADER (check as many as applicable)

- | | |
|--|--|
| <input type="checkbox"/> Broker or Dealer
<input type="checkbox"/> Investment Adviser
<input type="checkbox"/> Insurance Company
<input type="checkbox"/> Other Financial Institution
<input type="checkbox"/> Commodity Pool Operator
<input type="checkbox"/> Bank
<input type="checkbox"/> Investment Company registered under the Investment Company Act | <input type="checkbox"/> Pension Trustee
<input type="checkbox"/> Holding Company
<input type="checkbox"/> Government Securities Broker or Dealer
<input type="checkbox"/> Municipal Securities Broker or Dealer
<input type="checkbox"/> Futures Commission Merchant
<input type="checkbox"/> Other (specify) _____
<input type="checkbox"/> Hedge Fund or other Fund not registered under the Investment Company Act |
|--|--|

ITEM 2. SECURITIES AND EXCHANGE COMMISSION REGISTRATION

Does the large trader, or any of its affiliates, file any forms with the Commission?

- Yes No

If yes, specify the forms filed:

-- Use Continuation Sheets if Necessary --

Entity	Form(s) Filed	SEC File No. or CRD Number (if applicable)
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

ITEM 3. REGULATED ENTITIES

- (a) Is the large trader or any of its affiliates registered with the CFTC as a “registered trader” pursuant to sections 4i and 9 of the Commodity Exchange Act?

- Yes No

If yes, specify the registration number: _____

Is the large trader or any of its affiliates otherwise registered under the Commodity Exchange Act?

- Yes No

If yes, specify the type of registration and number:

-- Use Continuation Sheets if Necessary --

(b) Is the large trader or any of its affiliates a bank holding company, national bank, state member bank of the Federal Reserve System, state non-member bank, savings bank or association, credit union, or foreign bank?

Yes No

If yes, identify each entity and its bank regulator:

(c) Is the large trader or any of its affiliates an insurance company?

Yes No

If yes, identify each entity and its insurance regulator:

(d) Is the large trader or any of its affiliates regulated by a foreign regulator?

Yes No

If yes, identify each entity and its foreign regulator(s):

ITEM 4. ORGANIZATION/INDIVIDUAL INFORMATION

Complete and submit Schedule 4 with this Form.

ITEM 5. LARGE TRADER AFFILIATES

Does the large trader have any affiliates that either exercise investment discretion over accounts that hold NMS securities or that beneficially own NMS securities?

Yes No

If yes, identify each affiliate and its relationship to the large trader below.

-- Use Continuation Sheets if Necessary --

Name	Business	Relationship to the Large Trader	LTID (if any)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

ITEM 6. LIST OF ACCOUNTS OVER WHICH THE LARGE TRADER EXERCISES INVESTMENT DISCRETION

Complete and submit Schedule 6 with this Form.

SCHEDULE 4 TO FORM 13H

Page ___ of ___ Name of Large Trader _____ LTID _____

ITEM 1. LARGE TRADER ORGANIZATION (check as many as apply)

- | | |
|---|--|
| <input type="checkbox"/> Self-Employed (for individuals) | <input type="checkbox"/> Partnership |
| <input type="checkbox"/> Otherwise Employed (for individuals) | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Trustee | <input type="checkbox"/> Corporation |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Other _____ |

Complete the following for each general partner, and in the case of limited partnerships, each limited partner that is the owner of more than a 10 percent financial interest in the accounts of the large trader:

-- Use Continuation Sheets if Necessary --

Name	Status (check one for each)	
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner
_____	<input type="checkbox"/> General Partner	<input type="checkbox"/> Limited Partner

Complete the following for each executive officer, director, or trustee of a large trader corporation or trustee:

-- Use Continuation Sheets if Necessary --

Name	Status (check one for each)		
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee
_____	<input type="checkbox"/> Officer	<input type="checkbox"/> Director	<input type="checkbox"/> Trustee

ITEM 2. JURISDICTION IN WHICH THE LARGE TRADER ENTITY IS INCORPORATED OR ORGANIZED:

(city, state)

ITEM 3. PRINCIPAL PLACE OF BUSINESS, IF DIFFERENT THAN INFORMATION PROVIDED ON THE COVER PAGE:

(street, city, state, zip)

ITEM 4. DESCRIBE THE NATURE OF THE LARGE TRADER ENTITY'S BUSINESS

SCHEDULE 6 TO FORM 13H
LIST OF ACCOUNTS OVER WHICH THE LARGE TRADER EXERCISES INVESTMENT DISCRETION

Page ___ of ___ Name of Large Trader _____ LTID _____

ITEM 1. DESIGNATE THE PERSON(S) TO CONTACT FOR INFORMATION REGARDING
TRANSACTIONS EFFECTED THROUGH THE ACCOUNTS LISTED ON THIS SCHEDULE:

-- Use Continuation Sheets if Necessary --

Name and Title of Designated Person

Business Address (street, city, state, zip)

Telephone No. (____) ____ - ____ Facsimile No. (____) ____ - ____ Email _____

ITEM 2. IDENTIFICATION OF ACCOUNTS

-- Use Continuation Sheets if Necessary --

Broker-Dealer	Broker-Dealer Account Number	Account Name	LTIDs of Other Large Traders That Exercise Investment Discretion Over the Account
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Large traders are required to disclose their LTID to their executing broker-dealers, including those listed on this schedule if applicable, and to comply with the identification requirements of Rule 13h-1.

INSTRUCTIONS FOR FORM 13H

A. Instructions for Form 13H—Cover Page.

Type of Filing. Indicate the type of Form 13H filing by checking the appropriate box at the top of the cover page to Form 13H.

If the filing is an “Initial Filing,” indicate the first date on which the aggregate number of transactions effected reached the identifying activity level. An initial filing must include a manually signed Form 13H and all applicable Schedules.

If the filing is an “Annual Filing,” indicate the ending date of the applicable calendar year and list the specific Items or Schedules that are amended or changed. If no information has changed, the large trader need only complete and sign the cover pages.

If the filing is an “Interim Filing” indicate the Items and Schedules being corrected and the effective date(s) of the corrections. “Interim Filings” must be filed promptly following the end of a calendar quarter in the event that any of the information contained in a Form 13H filing becomes inaccurate for any reason. A large trader must file an “Interim Filing,” when, for example, it changes its name, business address, organization type (e.g., a large trader partnership reincorporates as a limited liability company, or regulatory status (e.g., a hedge fund registers under the Investment Company Act), or when it adds or closes brokerage accounts through which it trades. A large trader also must file an “Interim Filing” to reflect changes in affiliations (e.g., the large trader acquires or is acquired by another entity, an existing affiliate becomes a large trader) and joint account management (e.g., a large trader assumes sole management authority over an account that formerly was jointly managed with another large trader).

If the filing is for “Inactive Status,” indicate the date that the large trader qualified for inactive status. A large trader shall become inactive, and exempt from the filing and self-identification requirements upon filing for inactive status until the identifying activity level is reached again.

If the filing is for “Reactivated Status,” indicate the date that the aggregate number of transactions again reached or exceeded the identifying activity level.

All filings, other than the “Initial Filing,” must indicate the applicable LTID assigned by the Commission and the Taxpayer Identification Number of the large trader. A large trader of inactive status that subsequently resumes activities requiring it to file Form 13H will retain the LTID initially assigned by the Commission and must include that LTID in its filing for “Reactivated Status.”

B. Instructions for Form 13H—Items 1 through 5.

Item 1. Business of the Large Trader. Specify the type of business engaged in by the large trader by checking one or more of the listed business types. If the large trader is engaged in more than one type of business, check each type that applies to the large trader. If the large trader is an individual, check “Other” and specify the occupation of such individual. Large trader trust companies and thrift institutions must check “Other Financial Institution.” The large trader must disclose in Item 1 only those businesses in which it is directly engaged; businesses

engaged in by affiliates of the large trader must be disclosed in Item 5.

Item 2. SEC Registrations. Indicate whether the large trader or any of its affiliates files forms with the Commission. If “Yes” is checked, identify the entity and the applicable form(s) filed.

SEC file numbers may be obtained through EDGAR, and CRD numbers may be obtained by calling the member services office of the Financial Industry Regulatory Authority (FINRA), during normal business hours.

Item 3. Regulated Entities.

Indicate whether the large trader or any of its affiliates is registered with the Commodity Futures Trading Commission as a “Reporting Trader” pursuant to Sections 4i and 9 of the Commodity Exchange Act, or otherwise is registered under the Commodity Exchange Act. If so, for each entity, specify the number and type of registration. Indicate whether the large trader or any of its affiliates is a bank holding company, national bank, state member bank of the Federal Reserve System, state non-member bank, savings bank or association, credit union, or foreign bank. If so, for each entity, identify the bank regulator. Indicate whether the large trader or any of its affiliates is an insurance company and, if so, identify each entity and its insurance regulator. Indicate whether the large trader or any of its affiliates is regulated by a foreign regulator. If so, for each entity, identify the foreign regulator(s). Unlike Item 1, Item 3 applies to the large trader and its affiliates.

Item 4 and Schedule 4. Type of Large Trader.

The large trader must fill out Schedule 4, which captures basic organizational information. The term “executive officer,” used in Schedule 4, means “policy-making officer” and otherwise is interpreted in accordance with Rule 16a-1(f) under the Exchange Act. If the entity is incorporated in more than one jurisdiction, all jurisdictions must be identified. All terms, including “limited liability company,” have the meanings ascribed to them in the United States.

Item 5. Large Trader Affiliates.

Indicate in Item 5a whether the large trader has any affiliates that either exercise investment discretion over accounts that hold or beneficially own NMS securities. For purposes of the Form, an “affiliate” is any person that, directly or indirectly, controls, is under common control with, or is controlled by the large trader. If “Yes” is checked, identify all affiliates, and describe their businesses and relationships to the large trader (e.g., direct subsidiary, general partner in Limited Partnership A). Disclose in Item 5b names and LTIDs of affiliated large traders (if any).

Item 6 and Schedule 6. List of Large Trader Accounts.

All large traders must fill out Schedule 6, which requires a large trader to list information about the accounts over which the large trader exercises investment discretion. Provide the following information: the name of the registered broker-dealer that holds the account, the account number, the account name, and, if another large trader also exercises investment discretion over an account, the LTID of that other large trader. Large traders may attach internally produced lists of accounts to the Schedule provided that such lists capture all required information in a format substantially similar to the Schedule. If the large trader does not know the LTID of the other large traders at the time of filing (e.g., when it files its “Initial Filing”), it must submit

promptly an “Interim Filing” upon learning those LTIDs. Provide also name(s) and contact information for the person(s) designated to provide information about the transactions effected through these accounts.

Qualifications of the Designated Contact Person. The large trader is required to designate a contact person for information regarding the accounts listed on the Schedule. The designated contact person must: (i) be a natural person; (ii) be employed by or otherwise affiliated with the large trader; (iii) be authorized by the large trader to respond promptly to any inquiries or requests from the Commission.

Requests for Information. The Commission may require the large trader to provide descriptive or clarifying information about the information disclosed in the Form 13H.

* * * * *

By the Commission.

Elizabeth M. Murphy
Secretary

April 14, 2010